



Honorable Mike K. Nakagawa
United States Bankruptcy Judge



Entered on Docket
September 14, 2023

FOX ROTHSCHILD LLP
1980 Festival Plaza Drive, Suite 700
Las Vegas, Nevada 89135
(702) 262-6899
(702) 597-5503 (fax)

BRETT A. AXELROD, ESQ.
Nevada Bar No. 5859
JEANETTE E. MCPHERSON, ESQ.
Nevada Bar No. 5423
NICHOLAS A. KOFFROTH, ESQ.
Nevada Bar No. 16264
ZACHARY T. WILLIAMS, ESQ.
Nevada Bar No. 16023
FOX ROTHSCHILD LLP
1980 Festival Plaza Drive, Suite 700
Las Vegas, Nevada 89135
Telephone: (702) 262-6899
Facsimile: (702) 597-5503
Email: baxelrod@foxrothschild.com
jmcpherson@foxrothschild.com
nkoffroth@foxrothschild.com
zwilliams@foxrothschild.com

Counsel for Debtor

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re

CASH CLOUD, INC.,
dba COIN CLOUD,

Debtor.

Case No. BK-S-23-10423-MKN

Chapter 11

**ORDER GRANTING FIFTEENTH OMNIBUS
MOTION FOR ENTRY OF ORDER
APPROVING REJECTION OF EXECUTORY
CONTRACTS AND UNEXPIRED LEASES
PURSUANT TO 11 U.S.C. § 365(a) AND
SETTING REJECTION DAMAGES CLAIM
DEADLINE**

Hearing Date: September 12, 2023

Hearing Time: 9:30 a.m.

The Court having reviewed and considered Debtor's motion [ECF 693] (the "Motion")¹ for an order approving the rejection of Contracts and/or Leases pursuant to 11 U.S.C. § 365(a); and upon consideration of the Ayala Declaration and arguments of counsel; and the Court having jurisdiction to consider the Motion and the relief requested therein pursuant to 28 U.S.C. § 1334; and consideration of the Motion and the relief requested therein being a core proceeding pursuant to 28 U.S.C. § 157(b); and venue being proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409; and due and proper notice of the Motion having been provided; and it appearing that no other or further notice need be provided; the Court having determined that the rejection of the Contracts and/or Leases is a sound exercise of the Debtor's business judgment and is in the best interests of Debtor, its creditors and all other parties in interest; and that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon all the proceedings had before the Court and after due deliberation and sufficient cause appearing therefor, it is hereby,

ORDERED that the Motion is **GRANTED** with respect to the Contracts and/or Leases as set forth in **Exhibit 1**;² and it is further

ORDERED that the Debtor's rejection of the Contracts and/or Leases, attached hereto as **Exhibit 1**, pursuant to 11 U.S.C. § 365(a) is approved effective as of the date of the filing of the Motion; and it is further

ORDERED that all persons and entities listed on **Exhibit 1** that assert any claims against Debtor for damages arising from the rejection of their leases listed on **Exhibit 1** (a "Rejection Damages Claim") must file a Proof of Claim with the Clerk of the Bankruptcy Court for such Rejection Damages Claim **no later than thirty (30) days after entry of this Order** or shall be forever barred from asserting such Rejection Damages Claim; and it is further

¹ Unless otherwise defined herein, all capitalized terms shall have the meanings ascribed to them in the Motion.

² With respect to Brookfield Landlords only, the hearing on the Motion was continued to September 13, 2023 at 9:30 a.m. pursuant to the *Order Granting Fourth Stipulation With Brookfield Landlords To Continue Hearing On Multiple Omnibus Motions For Entry Of Order Approving Rejection Of Executory Contracts And Unexpired Leases Pursuant To 11 U.S.C. § 365(A) For Brookfield Landlords Only* [ECF Nos. 675, 681, 684, 690, 693, 696, and 700] [ECF No. 1141] entered by the Court on August 29, 2023. Additionally, counsel for Brookfield Landlords withdrew their limited objection pursuant to the *Notice Of Withdrawal Of Limited Objection Of Brookfield Landlords To Debtor's Omnibus Motions For Entry Of Orders Approving Rejection Of Unexpired Leases* [ECF No. 1203] filed on September 12, 2023.

ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from the implementation or interpretation of this Order; and it is further

ORDERED that notice of the Motion as provided therein shall be deemed good and sufficient notice of the Motion.

Prepared And Respectfully Submitted By:

FOX ROTHSCHILD LLP

By: /s/ Brett Axelrod

JEANETTE E. MCPHERSON, ESQ.

BRETT A. AXELROD, ESQ.

NICHOLAS A. KOFFROTH, ESQ.

ZACHARY T. WILLIAMS, ESQ.

1980 Festival Plaza Drive, Suite 700

Las Vegas, Nevada 89135

Counsel for Debtor

APPROVED/DISAPPROVED

MCDONALD CARANO LLP

By: SIGNATURE WAIVED

RYAN J. WORKS, ESQ. (NSBN 9224)

AMANDA M. PERACH, ESQ. (NSBN 12399)

2300 West Sahara Avenue, Suite 1200

Las Vegas, Nevada 89102

and

SEWARD & KISSEL LLP

JOHN R. ASHMEAD, ESQ. (Admitted *Pro Hac Vice*)

ROBERT J. GAYDA, ESQ. (Admitted *Pro Hac Vice*)

CATHERINE V. LOTEMPIO, ESQ. (Admitted *Pro Hac Vice*)

ANDREW J. MATOTT, ESQ.

One Battery Park Plaza

New York, New York 10004

Counsel for Official Committee of Unsecured Creditors

CERTIFICATION OF COUNSEL PURSUANT TO LOCAL RULE 9021

In accordance with Local Rule 9021, counsel submitting this document certifies as follows:

- ☒ The Court has waived the requirement of approval in LR 9021(b)(1).
- ☐ No party appeared at the hearing or filed an objection to the motion.
- ☐ I have delivered a copy of this proposed order to all counsel who appeared at the hearing, any unrepresented parties who appeared at the hearing, and each has approved or disapproved the order, or failed to respond, as indicated above.
- ☐ I certify that this is a case under Chapter 7 or 13, that I have served a copy of this order with the motion pursuant to LR 9014(g), and that no party has objected to the form or content of the order.

#

EXHIBIT 1**CONTRACTS AND/OR LEASES TO BE REJECTED**

Counterparty	Counterparty Address	Kiosk Location	Kiosk Location ID
Quail Springs Mall (Brookfield)	2501 West Memorial Road Suite 100 Oklahoma City, OK 73134	2501 W Memorial Rd Oklahoma City, OK 73134	103819
RPI Greenville Mall (Brookfield)	Attn: Lisa Matzke 714 Greenville Blvd SE Greenville, NC 27858	714 Greenville Blvd SE Greenville, NC 27858	103822
RSE Independence, LLC (Brookfield)	Attn: Judith Wright c/o Independence Mall 3500 Oleander Drive Wilmington, NC 28403	3500 Oleander Drive Wilmington, NC 28403	103821